

DUANE MORRIS LLP  
Frederick D. Hyman  
Rosa M. Ertze  
Evangelos Michailidis  
1540 Broadway  
New York, NY 10036-4086  
Telephone: (212) 692-1000  
Facsimile: (212) 692-1020  
Email: RHyman@duanemorris.com  
RMERTZE@duanemorris.com  
EMichailidis@duanemorris.com

*Attorneys for the Foreign Representative*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

PERFORADORA ORO NEGRO, S. DE R.L.  
DE C.V., *et al.*

Debtors in a Foreign Proceeding.

Chapter 15

Case No. 18-11094 (SCC)

(Jointly Administered)

**FIFTH STIPULATION AND ORDER**

This Stipulation (the “Stipulation”) is entered on this 24th day of February 2021 (the “Entry Date”), by and between José Gerardo Badín Cherit (“Badín”), in his capacity as Foreign Representative (the “Foreign Representative”) of Integradora de Servicios Petroleros, S.A.P.I. de C.V. (“Integradora”) and Perforadora Oro Negro, S. de R.L. de C.V. (“Perforadora” and, together with Integradora, the “Debtors”) and the Defendants (as hereinafter defined) (collectively, the “Parties”), providing for, subject to the approval of the Court, the extension of the stay of all deadlines in the above-captioned case (the “Chapter 15 Case”), including, without limitation, in the Adversary Proceedings (as defined below) (collectively and together with the Chapter 15 Case, the “Chapter 15 Proceedings”) until the Termination Date (as defined below).

**RECITALS**

**WHEREAS**, in September 2017, the Debtors and certain of their affiliates initiated voluntary *concurso mercantil* proceedings, insolvency proceedings in México (the “Concurso Mercantil”);

**WHEREAS**, on April 20, 2018 (the “Petition Date”), the Debtors filed their voluntary petition for bankruptcy relief under chapter 15 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York (the “Court”);

**WHEREAS**, on June 6, 2019, Gonzalo Gil-White (“Gil-White”) filed, personally and in his capacity as the then-Foreign Representative of the Debtors, an adversary proceeding against Alp Ercil, Alterna Capital Partners, LLC, AMA Capital Partners, LLC, Andres Constantin Antonius-Gonzalez, Asia Research And Capital Management Ltd., CQS (UK) LLP, Fintech Advisory, Inc., Deutsche Bank Mexico, S.A., Institución de Banca Multiple, García González y Barradas Abogados, S.C., GHL Investments (Europe) Ltd., John Fredriksen, Kristan Bodden, Maritime Finance Company Ltd., Noel Blair Hunter Cochrane, Jr, Oro Negro Primus Pte., Ltd., Oro Negro Laurus Pte., Ltd., Oro Negro Fortius Pte., Ltd., Oro Negro Decus Pte., Ltd., Oro Negro Impetus Pte., Ltd., Paul Matison Leand, Jr., Roger Alan Bartlett, Roger Arnold Hancock, Seadrill Limited,<sup>1</sup> Ship Finance International Ltd., and Does 1-100 (collectively, the “First Adversary Proceeding Defendants”), which is identified by the Court as Adversary Proceeding No. 19-01294 (the “First Adversary Proceeding”);

**WHEREAS**, on June 24, 2019, Gil-White filed a second adversary proceeding, personally

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<sup>1</sup> Seadrill Limited is a debtor in a proceeding under chapter 11 of the Bankruptcy Code in Case No. 21-30427 (DRJ) (Bankr. S.D. Tex.). Seadrill Limited’s agreements pursuant to this Stipulation shall not be deemed to be a waiver of any right that might be asserted by Seadrill Limited in its capacity as a debtor or debtor in possession.

and in his capacity as the then-Foreign Representative of the Debtors, against Contrarian Capital Management, LLC and Nordic Trustee, AS (collectively, the “Second Adversary Proceeding Defendants”), which is identified by the Court as Adversary Proceeding No. 19-01301 (the “Second Adversary Proceeding”);

**WHEREAS**, on September 26, 2019, Fernando Perez-Correa (“Perez-Correa”) filed, personally and in his capacity as the then-Foreign Representative of the Debtors, an adversary proceeding together with Jose Antonio Cañedo-White, Carlos Williamson-Nasi, Gonzalo Gil-White, and Miguel Angel Villegas-Vargas (together with Perez-Correa, the “Third Adversary Proceeding Plaintiffs,” and, together with Gil-White, the “Non-Debtor Plaintiffs”) against Asia Research and Capital Management Ltd., GHL Investments (Europe) Ltd., Oro Negro Primus Pte., Ltd., Oro Negro Laurus Pte., Ltd., Oro Negro Fortius Pte., Ltd., Oro Negro Decus Pte., Ltd., Oro Negro Impetus Pte., Ltd., and Ship Finance International Ltd. (collectively, the “Third Adversary Proceeding Defendants,” and, together with the First Adversary Proceeding Defendants and the Second Adversary Proceeding Defendants, the “Defendants”), which is identified by the Court as Adversary Proceeding 19-01360 (the “Third Adversary Proceeding,” and, together with the First Adversary Proceeding and the Second Adversary Proceeding, the “Adversary Proceedings”);

**WHEREAS**, on January 3, 2020 the Court entered the *Third Supplemental Order Granting Recognition of Foreign Main Proceedings* [Docket No. 267], recognizing Badín as the Foreign Representative of the Debtors;

**WHEREAS**, on February 11, 2020, the Court granted Badín’s request that all deadlines in the Chapter 15 Proceedings be stayed until March 16, 2020 [Docket No. 276];

**WHEREAS**, on February 21, 2020, Nordic Trustee, AS and NT Refectio XX AS (“NT Refectio”) submitted an offer (the “Prior Bid”) to the Second District Judge of Civil Matters in

Mexico City in the *Concurso Mercantil* (the “Mexican Judge”), pursuant to Article 207 of *Ley de Concursos Mercantiles* (the “Concurso Law”), the Mexican insolvency and bankruptcy law, pursuant to which NT Refectio offered to purchase certain assets of the Debtors (the “Assets”), including the claims of the Debtors which are the subject of the Adversary Proceedings;

**WHEREAS**, on March 9, 2020, the Court entered the *Stipulation and Order* [Docket No. 280] providing for the extension of the stay of all deadlines in the Chapter 15 Proceedings, including, without limitation, the Adversary Proceedings, from March 9, 2020 to no earlier than ninety (90) days following March 9, 2020 (i.e., June 8, 2020);<sup>2</sup>

**WHEREAS**, on June 4, 2020, this Court entered the *Second Stipulation and Order* [Docket No. 280], which extended the stay of all deadlines in the Chapter 15 Proceedings to no earlier than ninety (90) days following June 1, 2020 (i.e., August 31, 2020);<sup>3</sup>

**WHEREAS**, on August 31, 2020, this Court entered the *Third Stipulation and Order* [Docket No. 288], which extended the stay of all deadlines in the Chapter 15 Proceedings to no earlier than ninety (90) days following August 31, 2020 (i.e., November 30, 2020);<sup>4</sup>

**WHEREAS**, the Mexican Judge subsequently dismissed the Prior Bid, consistent with the opinion of Mexico’s Federal Institute of Specialists for Insolvency Procedures (*Instituto Federal de Especialistas de Concursos Mercantiles* or “IFECOM”) that the Prior Bid should be dismissed due to it (a) not specifying a precise bid amount and (b) incorporating a credit bid of certain claims that were subject to appeal in Mexico;

**WHEREAS**, on November 26, 2020, AMA Capital Partners, LLC submitted a new bid for the Assets, including the claims of the Debtors which are the subject of the Adversary

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<sup>2</sup> See Fed. R. Bankr. P. 9006(a)(1).

<sup>3</sup> See Fed. R. Bankr. P. 9006(a)(1).

<sup>4</sup> See Fed. R. Bankr. P. 9006(a)(1).

Proceedings;

**WHEREAS**, on November 30, 2020, this Court entered the *Fourth Stipulation and Order* [Docket No. 290], which extended the stay of all deadlines in the Chapter 15 Proceedings to no earlier than ninety (90) days following November 28, 2020 (*i.e.*, February 26, 2021); and

**WHEREAS**, the Parties have discussed and agreed to a further stay of all deadlines in the Chapter 15 Proceedings, including, without limitation, the Adversary Proceedings, from the Entry Date to and through the date that is thirty (30) days following the Entry Date (the “Termination Date”).

### **STIPULATION**

**NOW, THEREFORE**, the Parties hereby **STIPULATE AND AGREE** as follows:

1. The stay of all deadlines in the Chapter 15 Proceedings, including, without limitation, the Adversary Proceedings, will be deemed extended from the Entry Date to and through the Termination Date.
2. A telephonic hearing will be held before the Court on **March 18, 2021 at 10:00 a.m.** (the “Hearing”) to consider the request of the Foreign Representative for a further extension of the stay of all deadlines in the Chapter 15 Proceedings beyond the Termination Date set forth herein. Any objections to such relief shall be filed on the docket of Case No. 18-11094 on or before March 5, 2021 at 4:00 p.m., and any replies to such objection(s) shall be filed on or before March 11, 2021 at 4:00 p.m. The Hearing will be conducted via Court Solutions LLC. Parties may register to listen or to participate at [www.court-solutions.com](http://www.court-solutions.com).
3. This Stipulation may be executed in counterparts, each of which shall be deemed an original, and evidence of this Stipulation may be exchanged by fax or by electronic transmission of a scanned copy of the signature pages or by exchange of originally signed documents.

4. Each person who executes this Stipulation represents and warrants that he or she is duly authorized and has the requisite authority to execute and deliver this Stipulation on behalf of such Party and to bind his or her respective Party to the terms and conditions of this Stipulation.

5. This Stipulation does not waive any of the undersigned defendants' available defenses and objections to these proceedings, including without limitation, available defenses on the grounds of lack of personal jurisdiction, insufficiency of process, and insufficiency of service of process.

6. This Stipulation shall be entered on the respective dockets for each of the Adversary Proceedings, as defined above.

7. This Stipulation constitutes the entire agreement between the Parties with respect to the matters addressed herein and may not be modified except in a writing signed by the Parties.

*[Signatures Follow]*

IN WITNESS WHEREOF, the Parties hereto have caused this Stipulation to be executed as of the day and year written below.

Dated: February 24, 2021

/s/ Frederick D. Hyman

Frederick D. Hyman, Esq.  
DUANE MORRIS LLP  
1540 Broadway  
New York, NY 10036-4086  
Telephone: 212 692 1063  
Facsimile: 212 692 1063

-and-

Rosa M. Ertze, Esq.  
Evangelos Michailidis, Esq.  
DUANE MORRIS LLP  
1540 Broadway  
New York, NY 10036-4086  
Telephone: (212) 692-1000  
Facsimile: (212) 692-1020

*Counsel for the Foreign Representative*

/s/ Andrew N. Rosenberg

Andrew N. Rosenberg  
Aidan Synnott  
William A. Clareman  
Michael J. Colarossi  
PAUL, WEISS, RIFKIND, WHARTON  
& GARRISON LLP  
1285 Avenue of the Americas  
New York, New York 10019  
Telephone: (212) 373-3000  
Facsimile: (212) 757-3990

*Counsel for Defendants AMA Capital Partners, LLC, Alterna Capital Partners, LLC, Maritime Finance Company, Ltd., Asia Research and Capital Management, Ltd., CQS (UK), Alp Ercil, GHL Investments (Europe) Ltd., Ship Finance International Ltd., Kristan Bodden, and Paul Matisson Leand, Jr.*

/s/ Shmuel Vasser

Allan S. Brilliant  
Shmuel Vasser  
David A. Kotler  
DECHERT LLP  
1095 Avenue of the Americas  
New York, NY 10036-6797  
allan.brilliant@dechert.com  
shmuel.vasser@dechert.com  
david.kotler@dechert.com  
Tel: (212) 698-3500  
Fax: (212) 698-3599

*Attorneys for Oro Negro Primus PTE. Ltd., Oro Negro Laurus PTE. Ltd., Oro Negro Fortius PTE Ltd., Oro Negro Decus PTE. Ltd., Oro Negro Impetus PTE. Ltd., Roger Bartlett, Roger Hancock, and Hunter Cochrane, Jr.*

/s/ Jay B. Kasner

Jay B. Kasner  
Scott D. Musoff  
George Zimmerman  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
One Manhattan West  
New York, NY 10001-8602  
Telephone: 212-735-2628  
Facsimile: 917-777-2628

*Counsel for Defendant John Fredriksen*

/s/ Marshall R. King

Marshall R. King  
Matthew Kelsey  
GIBSON DUNN & CRUTCHER LLP  
200 Park Avenue  
New York, NY 10166-0193  
Telephone: 212-351-4000  
Facsimile: 212-351-4035

*Counsel for Defendant Contrarian Capital Management, LLC*

/s/ Robert H. Trust  
Margot Schonholtz  
Robert H. Trust  
LINKLATERS LLP  
1345 Avenue of the Americas  
New York, NY 10105  
Telephone: 212-903-9043  
Facsimile: 212-903-9100

*Counsel for Defendant Nordic Trustee AS*

/s/ Eric J. Snyder  
Jay S. Auslander  
Eric J. Snyder  
WILK AUSLANDER LLP  
1515 Broadway, 43<sup>rd</sup> Floor  
New York, NY 10036  
Telephone: 212-981-2300  
Facsimile: 212-752-6380

*Counsel for Defendants Fintech Advisory, Inc. and  
Seadrill Limited*

/s/ Steven F. Molo  
Steven F. Molo  
Jessica Ortiz  
Justin M. Ellis  
Lauren M. Weinstein  
MOLO LAMKEN LLP  
430 Park Avenue  
New York, NY 10022  
Telephone: 212-607-8160  
Facsimile: 212-607-8161

*Counsel for Defendant Andres Constantin Antonius  
Gonzalez*

**SO ORDERED**, this 1st day of March, 2021

/S/ Shelley C. Chapman  
HONORABLE SHELLEY C. CHAPMAN  
UNITED STATES BANKRUPTCY JUDGE